

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

SPIRIT AIRLINES, INC.,

Plaintiff,

vs.

CASE NO. 07-341 (SLR)

24/7 REAL MEDIA, INC., ADVERTISING.COM,
INC., AMERICA ONLINE, INC. DBA AOL,
BURST MEDIA CORPORATION,
CARROLLTON BANK, CHEAPFLIGHTS
(USA), INC., ECHO TARGET, INC., HOTWIRE,
INC., INTERCEPT INTERACTIVE, INC.,
PRICELINE.COM, LLC, RACKSPACE, LTD.,
SHERMANS TRAVEL, INC., SIDESTEP, INC.,
SMARTER LIVING, INC., SPECIFICMEDIA,
INC., TRAVEL MARKETING GROUP, INC.,
TRAVELZOO, INC., TRIBAL FUSION, INC.,
TRIPADVISOR LLC, VALUECLICK, INC., and
THE WEATHER CHANNEL INTERACTIVE,
INC.,

**STIPULATION FOR WITHDRAWAL OF CLAIMS AGAINST PLAINTIFF
AND MOTION FOR DEFAULT JUDGMENT AND ORDER**

This stipulation ("Stipulation") is entered into by Plaintiff Spirit Airlines, Inc. ("Spirit") and Defendant 24/7 Real Media, Inc. ("Real Media"), who stipulate and agree as follows.

1. The motion for default judgment filed in this action by Spirit against Real Media [D.I. No. 113] is withdrawn.
2. Real Media agrees it will not bring any counterclaims against Spirit in this Action.
3. Real Media agrees it will not bring any claim of any kind against Spirit relating in any way to this action, except for a claim to a portion of the interpleaded funds.
4. Real Media agrees that its sole claim and right in this action is to a portion of the

funds already interplead, and Real Media may not hold Spirit liable in any way whatsoever for any amounts independent of the funds already interplead.

5. If Real Media does not acquire a portion of the interplead funds in this action, it agrees it has no other claims or causes of action against Spirit, and will not seek to hold Spirit liable for its lack of recovery of a portion of the interplead funds.

6. Real Media will not institute or prosecute, in any other state or federal court, any proceeding against Spirit related to this action.

Dated: November 19, 2007

SAUL EWING, LLP

By: 

Kathleen P. Makowski, Esq. (No. 3648)
222 Delaware Ave, Suite 1200
P.O. Box 1266
Wilmington, DE 19899
Telephone: 302-421-6800
Facsimile: 302-421-6813
kmakowski@saul.com

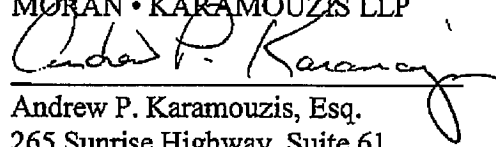
and

FAFINSKI MARK & JOHNSON, P.A

Connie A. Lahn (MN Bar No. 02692219)
400 Flagship Corporate Center
775 Prairie Center Drive
Eden Prairie, Minnesota 55344
Telephone: 952-995-9500
Facsimile: 952-995-9577

Attorneys for Spirit Airlines, Inc.

Dated: November 16, 2007

By: MORAN • KARAMOUZIS LLP

Andrew P. Karamouzis, Esq.
265 Sunrise Highway, Suite 61
Rockville Centre, New York 11570
Telephone: 516.678.6660

Attorneys for Defendant 24/7 Real Media,
Inc.

SO ORDERED this _____ day of November, 2007

Judge Sue L. Robinson